

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ALABAMA
EASTERN DIVISION**

THOMAS E. VINSON, *et al.*

Plaintiffs,

vs.

EXTREME PRODUCTS GROUP, LLC,
et al.

Defendants.

CASE No: 1:20-CV-00321-CLM

KKR & CO. INC.'S NOTICE OF DEFENDANTS' CITIZENSHIP

Pursuant to the Court's April 8, 2020 Order, Defendant, KKR & Co. Inc. ("KKR") hereby sets forth the Defendants' citizenship. During the April 7, 2020 hearing, the Court expressed federalism concerns about unnecessarily ruling on Alabama state law issues if there was complete diversity between all Plaintiffs and all Defendants. KKR has determined that, absent a finding of fraudulent joinder, there would not be complete diversity. In particular, Plaintiff, Thomas Vinson is not diverse from Defendant, Academy Ltd. Mr. Vinson is a citizen of New Jersey, and Academy is also a citizen of New Jersey. Academy's ownership structure is complex, involving numerous different entities. For simplicity's sake, KKR sets forth the ownership structure necessary to demonstrate Academy's New Jersey citizenship below:

- Academy Ltd.'s sole general partner is Academy Managing Co., LLC.

(Declaration of Susan Sessions, ¶ 3, attached hereto as Exhibit A).

- Academy Managing Co., LLC's sole limited partner is Associated Investors, LLC. (*Id.*)
- Academy Managing Co., LLC and Associated Investors, LLC are each wholly owned by New Academy Finance Company, LLC. (*Id.*)
- New Academy Finance Company, LLC is wholly owned by New Academy Holding Company LLC. (*Id.*)
- A member of New Academy Holding Company LLC is Allstar LLC. (Declaration of Christopher Lee, ¶ 3, attached hereto as Exhibit B).
- One of the members of Allstar LLC is KKR 2006 Fund (Allstar) L.P. (*Id.*)
- One of the limited partners in KKR 2006 Fund (Allstar) L.P. is an insurance company domiciled in New Jersey. (*Id.*)

Given that Academy is domiciled, in part, in New Jersey, there is currently not complete diversity. As set forth in KKR's Notice of Removal, however, Academy and KKR were fraudulently joined as Plaintiffs cannot state of cause of action against Academy or KKR according to Alabama's Innocent Seller statute. If Academy and KKR are dismissed, there is complete diversity as between Plaintiffs and Extreme Products Group, LLC. Extreme Products Group, LLC's sole member is Glenn Griffin who is domiciled in Arizona. (Declaration of Glenn Griffin, ¶ 2, attached hereto as Exhibit C). As a result, it is proper for the Court to consider KKR's fraudulent joinder argument at this juncture.

Dated: May 7, 2020

Respectfully submitted,

/s/ Cole R. Gresham

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CERTIFICATE OF SERVICE

I hereby certify that on May 7, 2020, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF filing system, which will send notification of such filing to the following:

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